

## **Exhibit 26**



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Drew Carter-Volume II- PARTIALLY  
CONFIDENTIAL

July 12, 2021

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Maritz Holdings Inc. and Maritz Motivation Inc

vs.

Drew Carter, et al.

<p>IN THE UNITED STATES DISTRICT COURT EASTERN DISTRICT OF MISSOURI EASTERN DIVISION</p> <p>MARITZ HOLDINGS INC. and ) MARITZ MOTIVATION INC., ) ) Plaintiffs, ) ) vs. ) No. 4:21-cv-00438 ) DREW CARTER, et al., ) ) Defendants. )</p> <p>DEPOSITION OF DREW CARTER VOLUME II VIA ZOOM CONFIDENTIAL INFORMATION CONTAINED HEREIN</p> <p>Taken on behalf of Plaintiffs July 12, 2021</p> <p>Kathy Heeb, CCR #1361</p> <p>PohlmanUSA Court Reporting (877) 421-0099</p> <p>1</p>	<p>1 IN THE UNITED STATES DISTRICT COURT 2 EASTERN DISTRICT OF MISSOURI 3 EASTERN DIVISION</p> <p>4 MARITZ HOLDINGS INC. and ) 5 MARITZ MOTIVATION INC., ) 6 ) 7 Plaintiffs, ) 8 ) 9 vs. ) No. 4:21-cv-00438 10 ) 11 DREW CARTER, et al., ) 12 ) 13 Defendants. ) 14</p> <p>15 DEPOSITION OF DREW CARTER, produced, sworn, 16 and examined on behalf of Plaintiffs, July 12, 2021, 17 commencing at 9:02 a.m. and concluding at 9:58 a.m., 18 via Zoom, before Kathy Heeb, a Certified Shorthand 19 Reporter for the State of Missouri. 20 REMOTE APPEARANCES 21 For Plaintiffs: 22 Ogletree, Deakins, Nash, Smoak &amp; Stewart, 23 P.C. 24 By: Justin Allen, Esq. 25 7700 Bonhomme Avenue, Suite 650 St. Louis, MO 63105</p> <p>For Defendants: Horwood Marcus &amp; Berk By: Richard Z. Wolf, Esq. 500 West Madison, Suite 3700 Chicago, IL 60661</p> <p>3</p>
<p>1 INDEX OF EXAMINATION 2 QUESTIONS BY MR. ALLEN. . . . . 4 3 4 5 6 INDEX OF EXHIBITS 7 NUMBER DESCRIPTION PAGE 8 56 Email with attached pitch deck 13 9 57 Forwarded email and email exchange 19 10 58 Email with attached company update 26 11 59 Email and attached Whistle 30 Research Projects 12 13 14 15 16 17 18 19 20 21 22 23 24 25</p> <p>2</p>	<p>1 IT IS HEREBY STIPULATED AND AGREED by and 2 between Counsel for the Plaintiff and Counsel for the 3 Defendants, that this deposition may be taken in 4 shorthand by Kathy Heeb, a Certified Shorthand 5 Reporter, and afterwards transcribed into typewriting, 6 and the signature of the witness is reserved by 7 agreement of counsel and the witness. 8 O-O-O 9 DREW CARTER, 10 having been first duly sworn, was 11 examined and testified as follows: 12 ***** 13 EXAMINATION 14 BY MR. ALLEN: 15 Q. All right. Good morning, Mr. Carter. You 16 and I met before. As you recall, my name is Justin 17 Allen, attorney for Maritz. We are here for your 18 recall deposition testimony. 19 I will remind you that you're under oath 20 and remind you again about the process. This is 21 virtual, so we'll have to do a little bit better job 22 of not talking over each other. 23 I'm going to be showing you some documents 24 today via FileShare. If you have any issues seeing 25 the documents or you need me to scroll through them so</p> <p>4</p>

## EXAMINATION BY MR. ALLEN

<p>1 that you can review, let me know. I can also send</p> <p>2 them to you if we have any issues, but hopefully we</p> <p>3 won't.</p> <p>4 My understanding, sir, is that you had two</p> <p>5 Maritz-issued laptops, is that correct?</p> <p>6 A. Yes.</p> <p>7 Q. And one was a Windows and one was a Mac, is</p> <p>8 that correct?</p> <p>9 A. Yes.</p> <p>10 Q. Why did you have two different computers</p> <p>11 from Maritz?</p> <p>12 A. I don't recall.</p> <p>13 Q. Do you know if that's something that was</p> <p>14 standard within the Maritz organization, to provide</p> <p>15 employees with two different computers?</p> <p>16 A. I don't know.</p> <p>17 Q. Do you know if you personally requested the</p> <p>18 second laptop?</p> <p>19 A. No.</p> <p>20 Q. As you sit here, you don't have any</p> <p>21 recollection as to why you had two different</p> <p>22 computers?</p> <p>23 A. No.</p> <p>24 Q. Okay.</p> <p>25 Did you use the two different computers</p> <p style="text-align: right;">5</p>	<p>1 So have you ever heard of a .olm file?</p> <p>2 A. Possibly.</p> <p>3 Q. Okay. What is your understanding of what a</p> <p>4 .olm file is?</p> <p>5 A. I don't recall.</p> <p>6 Q. So to make sure I understand your</p> <p>7 testimony, you're saying that you never created --</p> <p>8 successfully created a backup of your Maritz email</p> <p>9 account?</p> <p>10 A. No, not the account, the account in</p> <p>11 entirety.</p> <p>12 Q. What do you mean by that?</p> <p>13 A. Well, one option is to archive the entire</p> <p>14 email, sort of, construct. And Outlook has a service</p> <p>15 to do that, and I was not able to archive the entire</p> <p>16 account.</p> <p>17 Q. Were you successful in archiving some</p> <p>18 portion of the account?</p> <p>19 A. Yes.</p> <p>20 Q. And do you remember what date that was on</p> <p>21 or about?</p> <p>22 A. No.</p> <p>23 Q. Do you know if it was the same day that you</p> <p>24 were terminated?</p> <p>25 A. I, at this point, no, I don't.</p> <p style="text-align: right;">7</p>
<p>1 differently based on which computer -- let me strike</p> <p>2 that.</p> <p>3 Did the two different computers have</p> <p>4 different functions as you used them at Maritz?</p> <p>5 A. No.</p> <p>6 Q. Okay.</p> <p>7 So you didn't use the Mac for one thing and</p> <p>8 the Windows for something different, for example?</p> <p>9 A. Correct, I did not do that.</p> <p>10 Q. And did they both have access to your</p> <p>11 Maritz email account?</p> <p>12 A. Yes.</p> <p>13 Q. And my understanding of your prior</p> <p>14 testimony when Mr. O'Meara deposed you is you tried to</p> <p>15 create a backup file of your email account on your</p> <p>16 Windows computer, is that correct?</p> <p>17 A. Correct.</p> <p>18 Q. And then you couldn't do so because it was</p> <p>19 blocked by the Maritz IT administrator, is that</p> <p>20 correct?</p> <p>21 A. Correct, I could not do so.</p> <p>22 Q. Did you ever create a copy of your Maritz</p> <p>23 email account from your other device?</p> <p>24 A. No.</p> <p>25 Q. Okay.</p> <p style="text-align: right;">6</p>	<p>1 Q. Do you have any reason to dispute that you</p> <p>2 did so on August 20, 2020?</p> <p>3 A. No.</p> <p>4 Q. So if the forensic neutral in these case</p> <p>5 concluded that you had done so on August 20, 2020, you</p> <p>6 would not dispute that?</p> <p>7 A. No.</p> <p>8 MR. WOLF: Object to form.</p> <p>9 Q. (BY MR. ALLEN) And what did you do with</p> <p>10 the portion of the email archive after you created it?</p> <p>11 A. I -- to my knowledge, I didn't do anything</p> <p>12 with it.</p> <p>13 Q. Did you upload it to any cloud storage</p> <p>14 account?</p> <p>15 A. Yes, sorry, I saved it.</p> <p>16 Q. And why did you create this archive of your</p> <p>17 email -- your Maritz email account?</p> <p>18 A. At the time of my departure from Maritz, it</p> <p>19 was very chaotic, and I was not clear on what the</p> <p>20 future of either Maritz or my job prospects would be.</p> <p>21 And so made -- archived some documents with the idea</p> <p>22 that maybe there would be an opportunity for some</p> <p>23 business development in the future.</p> <p>24 Q. Okay. And when you say business</p> <p>25 development, you mean going after particular</p> <p style="text-align: right;">8</p>

2 (Pages 5 to 8)

## EXAMINATION BY MR. ALLEN

<p>1 Q. Tell me about those conversations.</p> <p>2 A. We have talked about things that -- sort of</p> <p>3 inappropriate behavior. And, you know, the importance</p> <p>4 of, you know, respecting agreements and, you know,</p> <p>5 that sort of thing.</p> <p>6 Q. When you refer to inappropriate behavior,</p> <p>7 what are you referring to?</p> <p>8 A. Just generally any -- any inappropriate</p> <p>9 behavior. And, you know, the broad side of what's</p> <p>10 okay, what's not okay, and how we use, sort of,</p> <p>11 what -- what kind of standards are important to use,</p> <p>12 just as people.</p> <p>13 Q. Do you believe any of those three</p> <p>14 individuals engaged in inappropriate behavior as it</p> <p>15 relates to this lawsuit?</p> <p>16 A. Well, I think that we all need some time to</p> <p>17 reflect on all the facts before we come to a final</p> <p>18 conclusion.</p> <p>19 Q. Okay. Well, it was a yes-or-no question.</p> <p>20 Do you believe that Andrew Hrdlicka engaged in any</p> <p>21 inappropriate behavior as relates to Maritz's</p> <p>22 confidential information and property?</p> <p>23 A. Well, I'd like to review the totality of</p> <p>24 what happened.</p> <p>25 Q. Same answer for Daniel Conwell?</p> <p style="text-align: right;">41</p>	<p>1 REPORTER CERTIFICATE</p> <p>2</p> <p>3 I, KATHY HEEB, a Certified Shorthand</p> <p>4 Reporter, do hereby certify that there came before me</p> <p>5 via Zoom,</p> <p>6 DREW CARTER</p> <p>7 who was by me first duly sworn; that the witness was</p> <p>8 carefully examined, that said examination was reported</p> <p>9 by myself, translated and proofread using</p> <p>10 computer-aided transcription, and the above transcript</p> <p>11 of proceedings is a true and accurate transcript of my</p> <p>12 notes as taken at the time of the examination of this</p> <p>13 witness.</p> <p>14 I further certify that I am neither</p> <p>15 attorney nor counsel for nor related nor employed by</p> <p>16 any of the parties to the action in which this</p> <p>17 examination is taken; further, that I am not a</p> <p>18 relative or employee of any attorney or counsel</p> <p>19 employed by the parties hereto or financially</p> <p>20 interested in this action.</p> <p>21 Dated this 12th day of July 2021</p> <p>22 _____</p> <p>23 Kathy Heeb, CSR, CLR</p> <p>24</p> <p>25</p> <p style="text-align: right;">43</p>
<p>1 A. Yes.</p> <p>2 Q. And same answer for Ben Valenti?</p> <p>3 A. Yes.</p> <p>4 Q. If it turns out any of those three</p> <p>5 individuals engaged in what you refer to as</p> <p>6 inappropriate behavior, do you, as the CEO of Whistle,</p> <p>7 intend to take any disciplinary action with respect to</p> <p>8 those three employees?</p> <p>9 A. I think disciplinary action may well be</p> <p>10 warranted.</p> <p>11 MR. ALLEN: I have no further questions.</p> <p>12 MR. WOLF: Okay. We will reserve</p> <p>13 signature.</p> <p>14</p> <p>15 (Whereupon the deposition concluded at</p> <p>16 9:58 a.m.)</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p> <p style="text-align: right;">42</p>	